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FEEGR & BENSON

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MINNEAPOLIS, MINNESOTA 55401-3901
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ANNE M. LONSBURY
612/336-3347

May 28, 1996

Florida Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

100001848581
-06/03/96--01062--004
****122.50 ****122.50

Re: Webster Network Strategies, Inc.

Dear Sir/Madam:

Enclosed please find for filing an Application by Foreign Corporation for Authorization to Transact Business in Florida for Webster Network Strategies, Inc., along with a certificate of good standing. Also enclosed is a check in the amount of \$122.50 in payment of your filing fees and certified copy fees.

Please send the certified copy of the Certificate of Authority to my attention in the enclosed self-addressed stamped envelope.

Please call me at (800) 328-4393, ext. 3547 with any questions. Thank you for your attention to this matter.

Very truly yours,



Anne M. Lonsbury
Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
30 MAY 31 AM 8:25
mfr

Enclosures

cc: Frank Butler (w/o enclosures)

MI:0142001.01

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Webster Network Strategies, Inc.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 5-8-96

(Date of Incorporation)

4. Perpetual

(Duration)

5. Applied for

(Federal Employer Identification number, if applicable)

6. May 20, 1996

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 607.1503, F.S.)

7. 1100 5th Avenue South, Suite 308, Naples, Florida 33940

(Current mailing address)

8. Software development and sales

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Director ~~Chairman~~ Chairman: Kermit Beseke

Address: 2675 Long Lake Road
Roseville, MN 55113

Director ~~Vice Chairman~~ Vice Chairman: Dean Nordahl

Address: 2675 Long Lake Road
Roseville, MN 55113

Director: Richard Viets

Address: 1100 5th Avenue South, Suite 308
Naples, FL 33940

Director: _____

Address: _____

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Chief
Executive
Officer

B. Officers:

President: Kermit Beseke
Address: 2675 Long Lake Road
Roseville, MN 55113

Vice President: Richard Vietn
Address: 1100 5th Avenue South, Suite 308
Naples, FL 33940

Secretary: Steve Maurer
Address: 2675 Long Lake Road
Roseville, MN 55113

Treasurer: Dean Nordahl
Address: 2675 Long Lake Road
Roseville, MN 55113

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
Zip Code

11. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered agent's signature:

Susan J. Wanner - Asst Secy.

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13.

Steven M. Maurer

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Steve Maurer, Secretary

(Name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WEBSTER NETWORK STRATEGIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7954896

DATE: 05-22-96